

**STATE of DELAWARE  
CERTIFICATE of INCORPORATION  
A NON-STOCK CORPORATION**

**Articles of Incorporation of the  
National Association of State Agencies of the Deaf and Hard of Hearing**

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Delaware, do hereby certify:

**First:** The name of the Corporation shall be the National Association of State Agencies of the Deaf and Hard of Hearing.

**Second:** Its Registered Office in the State of Delaware is to be located at DODHH, 4425 North Market Street in the City of Wilmington County of New Castle Zip Code 19802-1307. The name of the registered agent is Loretta Sarro.

**Third:** The purpose of the Corporation is to engage in any lawful act of activity for which corporations may be organized under the General Corporation Law of Delaware. This Corporation shall be a nonprofit corporation.

The purpose of the Association is to function as the national voice of state agencies serving Deaf and Hard of Hearing people and promote the implementation of best practices in the provision of services.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Fourth:** The Corporation shall not have any capital stock.

**Fifth:** The conditions of membership shall be stated in the by-laws.

**Sixth:** The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Loretta Sarro, Public Information Officer c/o Delaware Office for the Deaf and Hard of Hearing Division of Vocational Rehabilitation 4425 North Market Street Wilmington, DE 19802-1307	Rebecca J. Rosenthal, Executive Director c/o Kansas Commission for the Deaf and Hard of Hearing 915 SW Harrison Street Docking State Office Building, 9 N Topeka, Kansas 66612
Steven A. Florio, Executive Director c/o Rhode Island Commission on the Deaf and Hard of Hearing One Capitol Hill, Ground Level Providence, RI 02908	Eric Raff, Director c/o Office of the Deaf and Hard of Hearing P.O. Box 45301 Olympia, WA 98503-5301



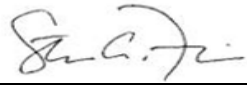

**Seventh:** The name and mailing address of the incorporator are as follows:

Eric Raff; Director  
c/o Office of the Deaf and Hard of Hearing  
PO Box 45301  
Olympia, WA 98504-5301

**Eighth:** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Ninth:** Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**In witness whereof,** we have hereunto subscribed our names this 11<sup>th</sup> day of June 2010.

Print Name	Signature
Loretta Sarro	
Rebecca J. Rosenthal	
Steven A. Florio	
Eric Raff	

**I, The Undersigned,** for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 11<sup>th</sup> day of June 2010.

BY: 

NAME: Eric Raff